



WHITE MOUNTAIN APACHE TRIBE

A Sovereign Tribal Nation

(Authorizing WMAHA Loan from WIFA's Drinking Water Revolving Fund)

WHEREAS, the Tribal Council of the White Mountain Apache Tribe ("Tribe") is entrusted by the Tribe's Constitution to act in all matters that concern the welfare of the Tribe, to manage all economic affairs and enterprises of the Tribe, and to regulate subordinate organizations; and

WHEREAS, the White Mountain Apache Housing Authority ("Housing Authority"), a non-profit corporate body organized and existing by virtue of the laws and ordinances of the Tribal Council of the Tribe, pursuant to the Constitution of the Tribe and the White Mountain Apache Housing and Construction Code ("the Housing Code"), is the "tribally designated housing entity" for the Tribe under the Native American Housing Assistance and Self-Determination Act of 1996 ("NAHASDA"), as amended, and is authorized to issue obligations, from time to time, in furtherance of an essential public and governmental purpose; and

WHEREAS, the Housing Authority proposes to apply for a loan from the Water Infrastructure Finance Authority of Arizona ("WIFA"), in an amount of up to \$105,000 from WIFA's Drinking Water Revolving Fund to provide payment and reimbursement funds for upgrading and expanding the existing water system, as part of a proposed four (4) emergency housing units construction project at the existing McNary housing development site and a four (4) emergency housing units construction project at the existing Cibecue housing development site; and

WHEREAS, the Loan (a) is to be payable from and secured by a pledge and assignment of, lien on, and security interest in, the administrative fees and rental payments due to the Housing Authority from all of its mutual help and rental housing units, and (b) is to be guaranteed against default by the United States Department of Housing and Urban Development, Office of Native American Programs ("HUD/ONAP") under Title VI of NAHASDA, upon approval; and

WHEREAS, the Housing Authority Board of Commissioners has previously approved of the loan by Board Resolution, dated December 15, 2017, including a limited waiver of sovereign immunity contained therein; and

WHEREAS, the Board Resolution authorized, among other things, the incurrence of the obligations represented by the Loan and the execution and delivery by the Housing Authority of a Loan Agreement, a Promissory Note, a Cash Collateral Agreement, and a Pledge, Assignment, and Security Agreement for the Loan, and such other documents as required by WIFA in connection with the Loan (the "Loan Documents"); and

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WHEREAS, the Loan Documents also require that the Tribe's Utility Authority will operate and maintain the improvements as part of its utility infrastructure system in compliance with applicable laws and standards, and to make available records of the improvements funded through this transaction for inspection by WIFA representatives; and

WHEREAS, the Tribe, having previously delegated authority to the Housing Authority, pursuant to the Housing Code is not a party to the transaction, nor is it responsible or obligated under any term of the Loan Documents, but has nevertheless been requested by Housing Authority to reply and endorse the proposed transaction; and

WHEREAS, the Tribal Council supports this proposed transaction for the Housing Authority; and

WHEREAS, given the urgency of the approaching deadline, the Tribal Council further finds that the loan application needs to be considered and made outside of its regularly scheduled meeting; and

WHEREAS, the Tribal Council further finds that: (1) this Resolution may be voted upon by signature of a member of the Tribal Council where a signature indicates a vote for this Resolution, (2) the Tribal Council Secretary should attempt to obtain signatures for members of the Tribal Council personally, (3) no signature would mean that the respective Tribal Council member is against this Resolution, (4) the Tribal Council Secretary should wait no longer than a reasonable period of time to obtain a vote by signature or by no signature and so indicate that this Resolution was presented to the respective member of the Tribal Council for a vote.

NOW THEREFORE BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby approves and authorizes the Housing Authority to borrow up to \$105,000 from WIFA's Drinking Water Revolving Fund in the manner set forth herein.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby approves and authorizes the Tribe's Utility Authority to operate and maintain the improvements mentioned herein as part of its utility infrastructure system in compliance with applicable laws and standards, and to make available records of the improvements funded for inspection by WIFA representatives.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that nothing contained within this Resolution shall be deemed to waive the sovereign immunity of the White Mountain Apache Tribe for any purpose, nor to make the Tribe a party to the transaction, nor to assume any obligations under the Loan Documents, except for the authorization hereby provided to agree to and sign the Utility Operating Agreement.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that given the urgency of the request described herein, this Resolution may be voted upon as follows: (a) by signature of a member of the Tribal Council, including the Chairman of the Tribal Council and the Vice-Chairman of the Tribal Council, where a signature indicates a vote for this Resolution, (b) the Tribal Council Secretary shall attempt to obtain signatures for members of the Tribal Council personally, (c) no signature shall mean that the respective Tribal Council member is against this Resolution, (d) the Tribal Council Secretary should wait no longer than a reasonable period of time to

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obtain a vote by signature or by no signature, and so indicate that this Resolution was presented to the respective member of the Tribal Council for a vote.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby directs that in the event this Resolution directly conflicts with the Tribal Constitution, Tribal Ordinances, or any material facts concerning the issues presented are later found to be false, this Resolution shall be deemed null and void and have no legal effect.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it hereby directs that in the event that this Resolution conflicts with a prior Resolution or Policy, this Resolution shall supersede and govern over the conflicting subject matter.

BE IT FURTHER RESOLVED by the Tribal Council of the White Mountain Apache Tribe that the Chairman, or in his absence, the Vice-Chairman, is hereby authorized to execute any and all documents necessary to effectuate the intent of this Resolution.

The foregoing resolution was on December 21, 2017 duly adopted by a vote of 8 for, 0 against, and 0 abstentions by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it under the enumerated powers listed in Article IV, Section 1 of the WMAT Constitution, so ratified on September 30, 1993, and federally recognized pursuant to Section 16 of the Indian Reorganization Act of June 18, 1934 (48 Stat. 984).

	<u>12-21-17</u>		<u>12-21-17</u>
Ronnie Lupe, Tribal Chairman	Date	Doreen T. Numkena, Tribal Secretary	Date

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Signatures of the members of the Tribal Council represent their approval of Tribal Council Resolution No: 12-2017-284 initiated the 21st day of December, 2017.

Presented Personally by Tribal Council Secretary (TCS)-Indicated by Initials

[Signature] 12-21-2017 [Initials] TCS Initials
Ronnie Lupe
Tribal Chairman
Date Signed

[Signature] 12-21-17 [Initials] TCS Initials
Kasey Velasquez
Vice Chairman
Date Signed

[Signature] 12/20/17 [Initials] TCS Initials
Arnold Beach, Sr.
District I Council Member
Date Signed

[Signature] 12-20-17 _____ TCS Initials
Tony Alsehay
District I Council Member
Date Signed

_____ [Initials] TCS Initials
Jerold Altaha
District II Council Member
Date Signed

[Signature] 12/20/17 [Initials] TCS Initials
Colleen Faden
District II Council Member
Date Signed

[Signature] 12/20/17 [Initials] TCS Initials
Ralph Thomas
District III Council Member
Date Signed

[Signature] 12/19/17 [Initials] TCS Initials
Floyd Walker
District III Council Member
Date Signed

_____ _____ TCS Initials
Jerome Kasey III
District IV Council Member
Date Signed

[Signature] 12/20/17 [Initials] TCS Initials
Alvena Bush
District IV Council Member
Date Signed

_____ _____ TCS Initials
Everette Massey
District IV Council Member
Date Signed

ATTEST:
[Signature]
Doreen T. Numkena, Tribal Council Secretary

12-21-17
Date Signed